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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re: PLAY BEVERAGES, LLC, Debtor in Possession.	Bankruptcy Case No. 11-26046 Chapter 11 Honorable Joel T. Marker [Filed Electronically]
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**PLAYBOY ENTERPRISES INTERNATIONAL, INC.'S MOTION FOR AN ORDER
(I) CONVERTING THE DEBTOR'S CASE TO A CHAPTER 7 CASE; OR
(II) REQUIRING THE APPOINTMENT OF A TRUSTEE**

Pursuant to Sections 1112 and 1104 of the Bankruptcy Code, Playboy Enterprises International, Inc. ("Playboy"), a creditor and party in interest in the above chapter 11 bankruptcy case of Play Beverages, LLC (the "Debtor" or "PlayBev"), moves the Court for an order (1) converting the Debtor's case to a chapter 7 case; or, alternatively, (2) requiring the appointment of a chapter 11 trustee. The basis for this Motion is as follows:

Pursuant to 11 U.S.C. § 1112(b) of the Bankruptcy Code, this case should be converted to a chapter 7 case “for cause” because the Debtor is suffering “substantial or continuing loss to or diminution of the estate” and lacks “a reasonable likelihood of rehabilitation.” 11 U.S.C. § 1112(b)(4). Moreover, cause exists for conversion because of the significant and irreconcilable conflicts between the Debtor and its management, and in particular Mr. Iehab Hawatmeh.

In the alternative, an independent chapter 11 trustee should be appointed pursuant to 11 U.S.C. § 1104(a) because of those same irreconcilable conflicts of interest with management and/or because the appointment of a chapter 11 trustee is in the best interests of the Debtor’s creditors.

This motion is more fully supported by the memorandum filed concurrently herewith.

DATED this 5th day of October, 2011.

STOEL RIVES LLP

/s/Danny C. Kelly

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